

EXHIBIT “A”

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION

DONALD GILBREATH, ROBERT	§	
STEVE HICKS AND CAREY	§	
STRIPLING, INDIVIDUALLY AND	§	
ON BEHALF OF ALL OTHERS	§	C.A. NO. 6:17-cv-00618-RWS
SIMILARLY SITUATED	§	
Plaintiffs	§	COLLECTIVE ACTION
	§	PURSUANT TO 42 U.S.C. §216(b)
	§	
VS.	§	
	§	JURY TRIAL DEMANDED
	§	
BROOKSHIRE GROCERY COMPANY	§	
Defendant	§	

DECLARATION OF DONALD GILBREATH

Pursuant to 6 C.P.R.C § 132.001 Donald Gilbreath declares as follows:

“My name is Donald Gilbreath. I declare under penalty of perjury that the following statements are true and correct:

We found out in the Fall of 2015 that the company had been for sale for a period of time. One of the companies that visited to consider making a bid, apparently had someone leak the information, and it was released out into the industry. The top management was then forced to tell all employees that in fact the company was for sale. Apparently, it had been for over a year.

There was a time of uncertainty where we did not know who might buy the company, and what changes there might be made in the entire structure or everyone’s position. Everyone was concerned. As it turned out, even though the company did not sell, almost the entire upper management team was replaced, and Brad and Trent Brookshire effectively took over all control and decision making within the company. Trent Brookshire became my boss’s immediate boss, and my new boss 2 levels up from my position. My position was Vice President Transportation Logistics. All of us ultimately reported to Trent Brookshire and he had pretty much free reign to make almost every decision as to what happened in the entire logistics operation and with each individual and their position.

Many of us that were older and in management had been concerned for a long time about Trent Brookshire, hoping that he would not ultimately become our boss. He had an extensive reputation of going into a particular area of the company (so far most of the retail operation), and all of the sudden long-term (25-35 years plus with the company) people were demoted, fired, or moved to punitive schedules or positions where they would quit. These people had been viewed previously

as top performers who were very loyal and among the company's greatest assets. The grapevine was full of horror stories about what it was like to work for Trent Brookshire as an older employee, and how all the sudden they went from superstar, to not being able to do anything right. There is absolutely no telling how many long-term older employees have left the company after Trent Brookshire became their boss. These were the same extremely dedicated and loyal people who were previously viewed by the company's upper management as the "company's greatest asset". The company previously valued long-term dedicated people. That's why vacation increased so much as time with the company increased and maxed out after 30 years. Retention of these excellent and now older people used to be highly encouraged and valued by the company.

After Trent Brookshire became my boss, I felt as if I immediately had a target on my back. He interviewed every member of management but didn't let you finish detailed answers to explain complex issues. It appeared fairly clear that he viewed all of us long-term and older members of management as inept, behind the times, and not knowing what we were doing. In fact, we know the grocery distribution business and our people like the back of our hands, and there are very few anywhere at any company that were any better. We treated our people fairly and respectfully and they gave their best to the job because of it. We have always had bosses that had high expectations and were demanding, and we rose to our positions by being among the most competent and best at what we did in the country. But we were never given time with Trent Brookshire, or his attention time when we were with him, to get a chance to convince him we did in fact know what we were doing.

After Trent Brookshire became my boss and it became obvious it was now a witch hunt where none of us older members of management were going to be viewed as competent, and there were going to be totally unrealistic and impossible to achieve expectations, I started making notes on how he was treating me (and others, particularly Steve Hicks and Carey Stripling in Logistics). He was talking to us and about us in front of others in a manner that none of us would have ever done to someone that reported to us, and we would have been fired immediately for doing so. We were expected to treat people right (fairly, consistently, and respectfully). If you did not do that, you would not survive in management at the Brookshire's we had spent the majority of our career in. Now, there was no concern about being respectful, and there was open criticalness of our job performance in front of the people who reported to us. That is one of the fundamental basics of managing other people. You only praise someone in front of others, never criticize under any circumstances someone who reports to you, particularly by undermining them and doing it in front of those that report to that person. You correct or point out perceived flaws or issues with job performance in private. We were now being treated in a manner that would have never been tolerated or done for the vast majority of our career.

The notes I made involved meetings in March and April 2016 where Trent Brookshire was openly hostile to us in a group setting and told us he wanted us "uncomfortable". The reason I made the notes is because it became crystal clear he was trying to get Steve Hicks, Carey Stripling, and myself to quit, and he was trying to set us up to be fired if we didn't quit. He wrote up all three of

us separately on the same day with what is called a Performance Improvement Plan (April 13, 2016). There was absolutely no validity to anything on my write-up, and it was certainly a first, after almost 32 years of what had previously been considered exceptional job performance by my supervisors.

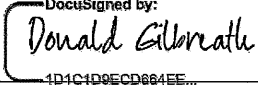
During my write-up, the last thing Trent Brookshire told me was that he “was not pushing me to the side, and that he needed me. There was probably nobody that knew more about the warehouses than I did.” I thought maybe I might survive him based on that comment and tried my best to make sure any operation under my responsibility performed like a well-oiled machine. In fact, after that write-up, I started being excluded from any important meetings even for my direct areas of responsibility. The company was acquiring 25 new stores, and Trent Brookshire set up meetings to determine their grocery delivery schedule. Also, there were meetings during this time period to study the impact of changing delivery schedules for all stores to “every other day”, from the current schedule. Trent Brookshire set those meetings up and they also proceeded over a few months. Trent Brookshire never invited me to one of the meetings even though I was the head of the transportation department. I used to attend the former Executive Vice President’s (Trent’s current position) staff meeting. I was never invited to Trent’s. I was being totally excluded from everything after the write-up, and I found out why on October 18, 2016, when Trent Brookshire told me my position was eliminated effective immediately. I was escorted off the property and my entrance sticker removed after almost 32 years of round-the-clock 7-day a week dedication to taking the best care of Brookshire Grocery Company that I could. I was told to make an appointment to return and clean my office out.

After Trent Brookshire became our boss, we started being expected to work long days, weekends, nights, all holidays, and it was obvious Trent Brookshire hated us using any of our well-earned vacation time. Although, it appeared about once a month he flew on some out-of-the-country vacation for several days to a week, and was not out there with us on the holidays. We had well-known and understood shifts and responsibilities, and all hours and duties were covered properly, and we could still take off and properly take care of business. We managed a 24/7/365 operation, and nobody should be expected to live there. We made sure all responsibilities were covered and were there when we actually needed to be no matter what. In early Fall 2016, the entire management team was told no vacation time until after the first of the year. Again, you were expected to work holidays although this was not a store and we always had business taken care of. This was all punitive. It had become obvious the goal was to try and get us to quit, and that started immediately after Trent Brookshire became our boss. That continued with other long-term older supervisors before and after I was terminated.

After I was terminated my duties and responsibilities were assumed by an individual considerably younger than me.

I believe my termination was in violation of the Age Discrimination in Employment Act.”

Executed in Smith County, Texas, on 1/22/2018.

DocuSigned by:

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Donald Gilbreath